

*MARCO/B*UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

JEANNETTE FULLER HAUSLER as Successor :  
 Personal Representative of the Estate of :  
 ROBERT OTIS FULLER ("BOBBY" :  
 FULLER"), Deceased, on behalf of THOMAS :  
 CASKEY as Personal Representative of the :  
 Estate of LYNITA FULLER CASKEY, :  
 surviving daughter of ROBERT OTIS FULLER, :  
 THE ESTATE OF ROBERT OTIS FULLER, :  
 FREDERICK FULLER, FRANCIS FULLER, :  
 GRACE LUTES, JEANNETTE FULLER :  
 HAUSLER, and IRENE MOSS,

Petitioner,

-against-

JPMORGAN CHASE BANK, N.A., et al.,  
 Garnishee-Respondents.

JPMORGAN CHASE BANK, N.A.,

Garnishee-Respondent  
and Third-Party  
Petitioner,

-against-

JOHN DOES 1-100 (THE ABSENT AND  
UNKNOWN HOLDERS OF THE 4-1/2%  
BEARER BONDS OF THE EXTERNAL DEBT  
OF THE REPUBLIC OF CUBA, 1937-1977),  
and JEANNETTE FULLER HAUSLER, as  
Successor Personal Representative of the Estate  
of ROBERT OTIS FULLER ("BOBBY"  
FULLER"), Deceased, on behalf of THOMAS  
CASKEY as Personal Representative of the  
Estate of LYNITA FULLER CASKEY,  
surviving daughter of ROBERT OTIS FULLER,  
THE ESTATE OF ROBERT OTIS FULLER,  
FREDERICK FULLER, FRANCIS FULLER,  
GRACE LUTES, JEANNETTE FULLER  
HAUSLER, and IRENE MOSS,

Adverse Claimants-  
Respondents.

USDC SDNY  
DOCUMENT  
ELECTRONICALLY FILED  
DOC #: 4/15/11  
DATE FILED: 4/15/11

09 Civ. 10289 (VM)

Related to JPM Chase/Citibank  
Turnover Proceeding  
(Petition II)

In Respect of a Judgment  
Entered in the State of Florida,  
Case No. 02-12475-CA-09

[PROPOSED] ORDER  
REGARDING ATTORNEYS  
FEES AND COSTS

TRANCHE II

**[PROPOSED] ORDER REGARDING  
ATTORNEYS FEES AND COSTS (TRANCHE II)**

WHEREAS, Petitioner filed a Petition for Turnover Order on July 1, 2010 and an Amended Petition for Turnover Order on July 22, 2010 (the "Tranche II Turnover Petition") seeking the turnover of five sinking fund accounts held by JPMorgan Chase Bank, N.A. ("JPM Chase");

WHEREAS, JPM Chase answered the Tranche II Turnover Petition on July 30, 2010 and requested, among other things, that the court award JPM Chase its reasonable costs and attorneys fees incurred in responding to the Tranche II Turnover Petition, in filing its Tranche II Interpleader Petition dated August 13, 2010 (the "Tranche II Interpleader Petition"), and in providing notice of the Tranche II Turnover Petition as provided in the Tranche II Interpleader Petition;

WHEREAS, with respect to four of the five sinking fund accounts targeted for turnover, JPM Chase, after searching for and reviewing all relevant documentation, determined that the balances in these accounts represented property in respect of which the Republic of Cuba had a direct claim or property interest, and ultimately was ordered by the Court to turn over to the petitioner funds in such accounts in the aggregate amount of \$536,148.81 without initiating interpleader proceedings;

WHEREAS, with respect to the sinking fund account established in connection with the offering of 4-1/2% Bearer Bonds of the External Debt of the Republic of Cuba, 1937-1977 (the "4-1/2% External Debt Bonds"), JPM Chase determined that the holders of the 4-1/2% External Debt Bonds had a claim to the

sinking fund balance that was superior to any claim by the Republic of Cuba and were thus entitled to notice of the Tranche II Turnover Petition and an opportunity to oppose it, and filed its third-party Tranche II Interpleader Petition pursuant to which it sought to give notice of the Tranche II Turnover Petition to known and unknown holders of the 4-1/2% External Debt Bonds;

WHEREAS, this Court authorized JPM Chase's proposed form and manner of giving of notice by publication in the Wall Street Journal and in the English and Spanish language editions of the Miami Herald to all holders of the 4-1/2% External Debt Bonds, as well as by mail to all such bondholders whose addresses were known;

WHEREAS, the notice was thereafter duly published in the Wall Street Journal and the English and Spanish Editions of the Miami Herald, and was duly sent to all bondholders whose addresses were known to JPM Chase as well as to individual bondholders with approved claims the addresses of whom were known to the U.S. Foreign Claims Settlement Commission;

WHEREAS, following the rejection of claims filed by several alleged holders of the 4-1/2% External Debt Bonds, JPM Chase was ordered by this Court to turn over pursuant to turnover orders issued by this Court all funds held in the sinking fund account for the 4-1/2% External Debt Bonds in two installments totaling \$3,619,707.84;

WHEREAS, in ordering turnover of the Tranche II amounts referred to above, the Court ordered that JPM Chase was "entitled to an award of its

reasonable costs and attorneys fees in an amount to be agreed upon with the Petitioner or to be awarded by the Court upon application;"

WHEREAS, following the turnover of all funds sought pursuant to the Tranche II Turnover Petition, the parties engaged in discussions with respect to the entitlement of JPM Chase as to reimbursement of attorneys fees and costs in the course of which JPM Chase conveyed a proposal to Petitioner Hausler and Petitioner Hausler responded with a counter-proposal;

WHEREAS, on March 31, 2011, the parties advised the Court that an agreement in principle had been reached to resolve the JPM Chase claim for attorneys fees and costs in respect of the Tranche II interpleader proceeding in the respective amounts of \$50,000 for attorneys fees and \$36,978.72 in costs and expenses, the aggregate amount of which is to be paid out of the amount turned over from the sinking fund established for the 4-1/2% External Debt Bonds, without prejudice to the parties' rights concerning the entitlement, amount or method of payment of fees and costs JPM Chase may claim with respect to any other turnover petition;

WHEREAS, in connection with ordering turnover of the amounts awarded to Petitioner pursuant to Turnover Petition II as referred to above, and in further ordering that JPM Chase was to be "entitled to an award of its reasonable costs and attorneys fees in an amount to be agreed upon with the Petitioner or to be awarded by the Court upon application," this Court also ordered that "within fifteen (15) business days from the date on which the Court approves an amount agreed upon for the award of reasonable costs and attorneys fees, counsel for

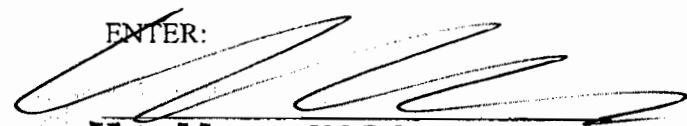
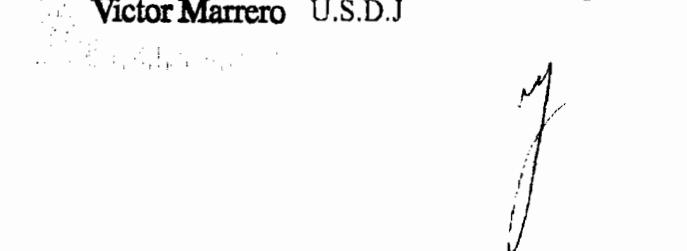
Petitioner or Petitioner shall pay over to JPM Chase from the amount [being turned over] the amount agreed upon or awarded by the Court;"

NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED AND DECREED as follows:

1. Pursuant to Rule 22 of the Federal Rules of Civil Procedure, JPM Chase is entitled to reimbursement of its reasonable attorneys fees in connection with the Tranche II interpleader proceeding in the amount of \$50,000.00, and is further entitled to reimbursement of its reasonable costs and expenses in connection therewith in the amount of \$36,978.72, an amount in the aggregate equal to \$86,978.72.

2. Within fifteen business days after entry of this of this order and service of the order on counsel for Petitioner, Petitioner Hausler or her counsel shall make a payment to JPM Chase in the amount of \$50,000 to reimburse JPM Chase for its reasonable attorneys fees in connection with the Tranche II Interpleader Petition, and shall make a further payment to JPM Chase in the amount of \$36,978.72 to reimburse JPM Chase for its reasonable costs and expenses in connection with the Tranche II Interpleader Petition, likewise within fifteen business days after entry and service of this order on counsel for Petitioner Hausler, an amount in the aggregate of \$86,978.72, such amounts to be paid out of the \$3,619,707.84 previously awarded and turned over to Petitioner Hausler from the sinking fund established for the Republic of Cuba's 4-1/2% External Debt Bonds pursuant to

the Tranche II Turnover Petition.

ENTER:  
  
Victor Marrero U.S.D.J  


SO ORDERED:

April 14, 2011

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

JEANNETTE FULLER HAUSLER as Successor	:	x
Personal Representative of the Estate of	:	
ROBERT OTIS FULLER ("BOBBY	:	
FULLER"), Deceased, on behalf of THOMAS	:	
CASKEY as Personal Representative of the	:	
Estate of LYNITA FULLER CASKEY,	:	
surviving daughter of ROBERT OTIS FULLER,	:	
THE ESTATE OF ROBERT OTIS FULLER,	:	
FREDERICK FULLER, FRANCIS FULLER,	:	
GRACE LUTES, JEANNETTE FULLER	:	
HAUSLER, and IRENE MOSS,	:	
Petitioner,	:	
-against-	:	
JPMORGAN CHASE BANK, N.A., et al.,	:	09 Civ. 10289 (VM)
Garnishee-Respondents.	:	Related to JPM Chase/Citibank
	x	Turnover Proceeding
	x	(Petition II)
JPMORGAN CHASE BANK, N.A.,	:	In Respect of a Judgment
Garnishee-Respondent	:	Entered in the State of Florida,
and Third-Party	:	Case No. 02-12475-CA-09
Petitioner,	:	
-against-	:	<b>STIPULATION AS TO</b>
JOHN DOES 1-100 (THE ABSENT AND	:	<b>ATTORNEYS FEES AND</b>
UNKNOWN HOLDERS OF THE 4-1/2%	:	<b>COSTS</b>
BEARER BONDS OF THE EXTERNAL DEBT	:	
OF THE REPUBLIC OF CUBA, 1937-1977),	:	
and JEANNETTE FULLER HAUSLER, as	:	
Successor Personal Representative of the Estate	:	
of ROBERT OTIS FULLER ("BOBBY	:	
FULLER"), Deceased, on behalf of THOMAS	:	
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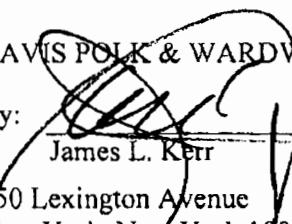
x

IT IS HEREBY STIPULATED AND AGREED by and between the undersigned counsel for the parties herein that such parties consent to entry of the proposed order annexed hereto.

Dated: New York, New York  
April 13, 2011

DAVIS POLK & WARDWELL LLP

By:

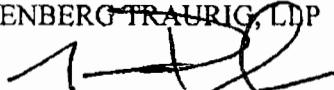
  
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Caskey as Personal Representative of the  
Estate of Lynita Fuller Caskey, surviving  
daughter of Robert Otis Fuller, The Estate  
Of Robert Otis Fuller, Frederick Fuller,  
Francis Fuller, Grace Lutes, Jeannette  
Fuller Hausler, and Irene Moss*